

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	*	
W.R. GRACE & CO., et al.,	*	Chapter 11
Debtor.	*	Case No. 01-01139 (JKF)
		(Jointly Administered)
-----X		
W.R. GRACE & CO., et al.	*	
Plaintiffs,	*	
-against-	*	Adversary No. A-01-771
MARGARET CHAKARIAN, et al.	*	Ref. Nos. 398, 413, 414, 417
and JOHN DOES 1-1000,		
Defendants.		Hearing Date : May 2, 2007 @ 2:00 p.m.
-----X		

NOTICE OF MOTION

PLEASE TAKE NOTICE that Continental Casualty Company is filing the attached **Motion for Leave to File a Reply (I) To Various Responses to Debtors' Motion to Expand the Preliminary Injunction to Include Actions Against BNSF, and (II) in Support of Debtors' Motion to Expand the Preliminary Injunction to Include Actions Against BNSF.** (the "Motion"), to be considered at the convenience of the Court.

Dated: April 27, 2007

ROSENTHAL, MONHAIT & GODDESS, P.A.



Edward B. Rosenthal (Del. Bar No. 3131)
919 Market Street, Suite 1401
P.O. Box 1070
Wilmington, DE 19899-1070
Tel: (302)656-4433
Fax: (302)658-7567

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**CONTINENTAL CASUALTY COMPANY MOTION'S FOR LEAVE TO FILE A
REPLY (I) TO VARIOUS RESPONSES TO DEBTORS' MOTION TO EXPAND THE
PRELIMINARY INJUNCTION TO INCLUDE ACTIONS AGAINST BNSF, AND (II) IN
SUPPORT OF DEBTORS' MOTION TO EXPAND THE PRELIMINARY INJUNCTION
TO INCLUDE ACTIONS AGAINST BNSF**

Continental Casualty Company ("CCC") respectfully requests that this Court grant it leave from this Court's Chambers Procedures to file a twelve (12) page reply brief (the "Reply") (a) responding to the (i) *Response of BNSF to Debtors' Motion to Expand the Injunction to Include Actions Against BNSF* (Docket No. 413) ("BNSF Response"), (ii) *Opposition of the Official Committee of Asbestos Personal-Injury Claimants to Debtors' Motion to Expand the Injunction to Include Actions Against BNSF* (Docket No. 414) (the "PI Opposition"), and (iii) *Opposition of Libby Claimants to Debtors' Motion to Expand the Injunction to Include Actions Against BNSF* (Docket No. 417), (the "Libby Opposition") and (b) in support of the *Debtors' Motion to Expand*

the Injunction to Include Actions Against BNSF (Docket No. 398) (the “Expansion Motion”) and states as follows:

1. On March 26, 2007, W.R. Grace & Co., et al (“Grace” or the “Debtors”) filed the Expansion Motion seeking to expand the Injunction to include the Montana Actions pending against BNSF. The Expansion Motion is currently pending before this Court.

2. The BNSF Response, the PI Opposition and the Libby Opposition inaccurately and incompletely state the facts presented by the Expansion Motion and subject their version of the facts to a flawed analysis of the jurisdictional requirements and legal standards. The Debtors have addressed these legal and factual inaccuracies in the *Debtors’ Reply In Support Of Their Motion To Expand The Preliminary Injunction To Include Actions Against BNSF* (the “Debtors’ Reply”). CCC generally joins and supports the Debtors’ Reply.

3. In explaining the basis for the Court’s subject matter jurisdiction to enjoin the Montana Actions, Grace identifies “four distinct avenues by which the Debtors’ estates may be directly impacted by the Montana Actions filed against BNSF.” (Debtor’s Reply, p.2). To provide a more detailed explanation of why none of the opposition papers defeat or eliminate those avenues, CCC seeks to file a twelve-page Reply with an accompanying exhibit.

4. The Reply notes, *inter alia*, that (i) BNSF has not given up its claim for contractual indemnification and there is no evidence that conclusively establishes that all of the claims will be entirely covered with no claims against the Debtors; (ii) BNSF has not conceded or waived its claim for coverage under the Debtors’ insurance; (iii) BNSF has not waived its defense that the Libby Claimants’ injuries arose from the Debtors’ products or operations; and (iv) BNSF has not waived other claims of indemnification.

WHEREFORE, Continental Casualty Company respectfully requests entry of an order granting permission to file the Reply, which is attached hereto as Exhibit 1.

Dated: April 27, 2007

Respectfully Submitted,

ROSENTHAL, MONHAIT, & GODDESS, P.A.



Edward B. Rosenthal (Del. Bar No. 3131)
919 Market Street
Mellon Bank Center, Suite 1401
Wilmington, Delaware 19899-1070
(302) 656-4433

-and-

GOODWIN PROCTER LLP
Daniel M. Glosband (pro hac vice)
Brian H. Mukherjee (pro hac vice)
Exchange Place
Boston, MA 02109
(617) 570-1930

-and-

FORD MARRIN ESPOSITO WITMEYER
& GLESER, L.L.P.
Elizabeth DeCristofaro (pro hac vice)
Wall Street Plaza, 23rd Floor
New York, New York 10005-1875
(212) 269-4900

Counsel for Continental Casualty Company